

BYLAWS
SC STINGRAYS BOOSTER ASSOCIATION
ORIGINAL BYLAWS EFFECTIVE JANUARY 1, 1994
CURRENT REVISION EFFECTIVE SEPTEMBER 18, 2011

These bylaws have been reviewed, amended and ratified by vote of the Board of Directors and quorum of the membership, to be used and followed by all members of the SC Stingrays Booster Association.

ARTICLE I – NAME AND SEAL

Section 1: The name of the corporation is the SC STINGRAYS BOOSTER ASSOCIATION, hereinafter known as the Association.

Section 2: The corporate seal of the Association shall bear the name of the Association and be in such a form and design as selected and voted upon by the Board and the Membership.

ARTICLE II – DEFINITION AND PURPOSE

Section 1: The Association defines "Association" as the group of people concerned with the promotion, image, education and enjoyment of the SC Stingrays hockey team.

Section 2: The objectives of the Association are:

- A. To support the members of the SC Stingrays hockey team in all of their endeavors.
- B. To support the SC Stingrays management through cooperation and planning.
- C. To provide education and information about the SC Stingrays hockey team to the membership and the interested public.
- D. To support and help fund the team's selected charities.
- E. To encourage and promote the interest of ice hockey.
- F. To provide a method where people who enjoy ice hockey can meet others interested in the sport.

Section 3: The Association may exercise all powers that are, or may hereafter be, conferred upon a corporation by the laws of the State of South Carolina, and to do any and all such other acts and things, including the making and performing of any contracts necessary, desirable and appropriate, to carry out or accomplish any of the objectives or purposes of the Association, except as prohibited or forbidden by law, the Articles of Incorporation of the Association or these bylaws.

Section 4: Nothing herein shall constitute members of the Association as partners for any purpose. No officer or member of the Association shall be liable for the acts or failure to act on the part of any officer or member of the Association. Nor shall any officer or member be liable for acts or failure to act under these bylaws, excepting only acts or omissions to act arising out of his/her misfeasance.

Section 5: The Association shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Association shall inure to the benefit of any members or individuals.

ARTICLE III – OFFICERS/DIRECTORS

Section 1: The Officers of the Association will be a President, Vice President of Administration, Vice President of Operations, Secretary and Treasurer.

Section 2: The Board of Directors, consisting of at least eight (8) members, shall be composed of the President, the Vice President of Administration, the Vice President of Operations, the Secretary, the Treasurer and three (3) or more additional Directors. The exact number of Directors, from time to time, shall be fixed by resolution of the Board.

ARTICLE IV – DUTIES OF THE BOARD OF DIRECTORS AND OFFICERS

Section 1:

- A. The Board shall be the governing body of the Association and shall consist of at least eight (8) members, five (5) of whom are Officers. Seven (7) members shall be elected annually. The President will be elected every two (2) years. The Board shall, from time to time, make regulations in accordance with the powers herein provided. Five (5) members of the Board shall constitute a quorum for the transaction of business.
- B. Transactions of the Board may be overridden by ten (10) percent of the membership in good standing.
- C. The Board of Directors shall meet a minimum of six (6) times per year, at such hour and place as designated by the Board. It shall also meet at the written request of twelve (12) members of the Association. A two (2) week notification will be the standard interval for notification. A special meeting may be called with seven (7) days notice and an emergency meeting may be called with two (2) hours notice.
- D. Any vacancies occurring on the Board during the year shall be filled, for the unexpired term of office, by a majority vote of all the then members of the Board at its first regular meeting following the creation of such a vacancy. The exception is that a vacancy in the office of President shall be filled by the Vice President of Administration or the Vice President of Operations by a majority vote of all the then members of the Board at a special meeting called by the Vice President of Operations. The resulting Vice President vacancy shall be filled by a majority vote of all the then members of the Board. The Board by unanimous vote can replace any Board

Member for failure to attend three (3) scheduled or special Board meetings or for failure to attend three (3) scheduled membership meetings in the course of one (1) year.

- E. All Chairpersons and Committees shall be subject to the final authority of the Board. Said committees appointed may be terminated by a majority vote of the full Board upon written notice to the appointees, and the Board may appoint successors to those persons whose services have been terminated.
- F. Special Committees may be appointed by the Board to aid it on particular projects.
- G. A parliamentarian shall be appointed by the Board to act in an advisory capacity only.
- H. The Board shall appoint Standing Committee Chairpersons at the first regular Board meeting after the annual elections.
- I. The Board of Directors will assign a Board Liaison to each Committee except in cases where the Committee Chair is also a member of the Board of Directors.
- J. The Board of Directors will not allocate more than five hundred dollars (\$500.00) for any item without a vote of the membership. This excludes items for which funds have previously been collected.
- K. Anything discussed in Executive Session of a Board of Directors meeting will not be discussed outside of the meeting other than with those who were present during the Executive Session. Violation of this bylaw will be considered grounds for disciplinary action as determined by the Board of Directors.

Section 2:

- A. The President shall preside at all meetings of the Board of Directors and the Association, and shall have the duties and powers which usually pertain to the office of President in addition to those specified in these bylaws. The President shall be an ex officio member of all committees except the Nominating Committee.
- B. The Vice President of Administration shall preside over all meetings in the event of the President's absence. He/she will provide administrative support, assistance and guidance to all Board Liaisons and Committee Chairpersons. He/she will be the liaison with other Booster Associations, and have other responsibilities/duties as deemed necessary by the President or Board of Directors.
- C. The Vice President of Operations will provide assistance and guidance to all Board Liaisons and Committee Chairpersons. He/she will ensure that all meetings are planned and provided with appropriate necessities and have other responsibilities/duties as deemed necessary by the President or Board of Directors.
- D. The Secretary shall attend and keep complete records of all meetings of the Board and of the Association. He/she shall be responsible for all correspondence of the Association.
- E. The Treasurer shall be responsible for the collection of all funds and assets of the Association. The Treasurer shall supervise the endorsement, on behalf of the Association, of checks, notes or other such obligations and shall monitor the depositing of same to the credit of the Association at such bank/banks or depository as designated by the Board. He/she will provide a monthly report and pay all moneys for which appropriation has been made and provide procedures for the issuance of receipts for all cash received. He/she shall maintain a set of approved books which shall be open for audit. The Treasurer must be bonded.
- F. The Directors shall promote the welfare, growth and prestige of the Association.

ARTICLE V – MEETINGS

Section 1:

- A. The membership will conduct a business meeting a minimum of eight (8) times per year. The Vice President of Operations shall publish notice of meetings in the newsletter. Five (5) percent of the membership shall constitute a quorum.
- B. An introductory meeting of the Association shall be held the third (3rd) Sunday of September. This meeting is to prepare for the upcoming hockey season and to get acquainted/reacquainted with new/old members of the Association.
- C. Special meetings shall be called by the President upon written request of twelve (12) members of the Association. Written notice shall be mailed by the Membership Committee Chairperson to all members stating the sole item to be acted upon, said notices to be mailed at least seven (7) days prior to the special meeting.

ARTICLE VI – MEMBERSHIP

Section 1: Membership in the Association is open to all people interested in professional hockey.

Section 2: There shall be three (3) types of membership: Family, Individual and Honorary.

- A. Family – Includes immediate family members (i.e. Husband, Wife, unmarried children to age 23 or dependent children to include the handicapped) residing under the same roof with the same mailing address.
- B. Individual – Includes one individual at one address who shall be no less than eighteen (18) years of age.
- C. Honorary – Such memberships may be conferred upon any individual or business establishment acknowledged by their significantly valuable contribution to the support of the Association.

Section 3:

- A. A member in good standing is defined as one who has paid dues in full and agrees to uphold these bylaws.
- B. Voting member in good standing is defined as one who has paid dues in full, agrees to uphold these bylaws and has attended two (2) business meetings in the twelve (12) months prior to the election. This is for the election meeting only and the member's attendance at the two (2) business meetings must be able to be verified by the Association's meeting sign in sheets.

Section 4:

- A. Term of membership is for twelve (12) months beginning with the month in which dues are first paid. This month is known as the anniversary month. In initiating this procedural change, all members in good standing as of September 1, 2001 are given an anniversary month of October.
- B. Membership shall be renewable year to year so long as the member meets the requirements set forth in these bylaws.

Section 5: Membership shall include the privilege to purchase tickets to attend closed booster functions providing you have been a member for thirty (30) days prior to the function, The Association may sell tickets to these closed functions to members with less than thirty (30) days membership in the Association five (5) days prior to the function if tickets are still available. All functions shall be restricted to members only and the number of tickets purchased by a member shall relate to the type of membership he/she holds.

- A. Family membership – Includes availability for the purchase of tickets for the immediate family members as listed in Article VI, Section 2, Subsection A. If the member is a single parent, an additional ticket may be purchased for a guest, if so inclined.
- B. Individual membership – Includes availability for the purchase of tickets for the individual member and a guest, if so inclined.
- C. Honorary membership – Such memberships may attend by invitation from the Association only.

ARTICLE VII – DUES

Section 1: Dues shall continue as presently established except when, at the Election Meeting, they may be changed by a majority of those members present and voting.

Section 2: Written notice of dues shall be sent to each member annually.

Section 3: If dues owed by a member remain unpaid after the first day of the membership’s anniversary month, the Membership Committee shall remind the member of his/her membership expiration.

Section 4: Any membership delinquent as of the last day of its anniversary month shall be purged from the membership.

ARTICLE VIII – COMMITTEES

Section 1: The Board shall appoint the following committees and any other committees deemed necessary to achieve the goals of the Association:

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|-----------------|----------------------|---------------|-------------|
| A. Bylaws | F. Nominating | K. Publicity | P. Tailgate |
| B. Fund Raising | G. Player Apartments | L. Rays Notes | |
| C. Historian | H. Player Awards | M. Road Pack | |
| D. Membership | I. Player Scrapbooks | N. Road Trips | |
| E. Newsletter | J. Program | O. Sunshine | |

Section 2: Committee Chairpersons will, by March 21st of each year, provide a list of members who actively participated on their committees throughout the previous season to the Secretary and the Nominating Committee Chairperson. This list will include the number of months the member has actively participated on the committee since the last election.

Section 3: If a situation arises which is governed by a standing or special committee, members are responsible for contacting the committee chairperson of the committee rather than dealing with the situation themselves. If the member does not receive a response from the committee chairperson within forty eight (48) hours, the member should contact the Board Liaison for that committee. Violation of this bylaw will be punishable as follows: 1st violation – Written reprimand from the Board of Directors; 2nd violation – The Board of Directors will conduct an investigation which will include allowing the member to speak before the Board, as well as, present any person(s) to speak on their behalf. The Board of Directors will then determine the disciplinary action to be taken, if any.

ARTICLE IX – BYLAWS

Section 1: Amendments to the Bylaws may be proposed by the Board or by written petition addressed to the Secretary and signed by ten (10) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the members with the recommendation of the Board by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

Section 2: The bylaws may be amended by a vote of fifteen (15) percent of the membership in good standing at a regular or special meeting called for the purpose; however, the proposed amendments must be embodied in the call for such a meeting and mailed to each member at least two (2) weeks prior to the date of said meeting.

ARTICLE X – ELECTIONS

Section 1: At the April meeting, the President, Vice President of Administration, Vice President of Operations, Secretary, Treasurer and three (3) additional members of the Board of Directors shall be elected by vote. The President shall appoint tellers and a majority vote of the voting members in good standing present and voting shall be necessary for election. All Officers and Directors shall be elected for a one (1) year term except for the President who shall serve a two (2) year term. Any nominee who has accepted a nomination from the Nominating Committee can not accept nomination from the floor.

Nominees must be present to accept nomination unless extenuating circumstances prevent their presence. In the event of extenuating circumstances, the nominee may accept the nomination in writing to the Board of Directors. The newly elected Board of Directors will take office immediately following the election meeting.

Section 2:

- A. The offices of President, Vice President of Administration and Vice President of Operations require individuals to be active on a committee for at least six (6) months, to have been a member of the Board of Directors at some time in the past and to be a voting member in good standing prior to the election.
- B. The office of Secretary, Treasurer and all the Director positions require individuals to be active on a committee for at least six (6) months and to be a voting member in good standing prior to the election.
- C. No immediate family member can be elected to hold office with another family member. Immediate family members include spouses, parents, children and siblings.

ARTICLE XI – VOTING

Section 1: Each membership in good standing shall be entitled to one (1) vote at any meeting of the Association which he/she is present. Proxy voting will not be permitted at any Association meeting or election. See Article VI, Section 3, Subsection B concerning election meeting.

ARTICLE XII – ORDER OF BUSINESS

Section 1: All meetings shall be conducted in accordance with the current edition of *Robert’s Rules of Order*. At all meetings of the Association, the Order of Business, so far as character and nature of the meeting will admit, shall be as follows:

- A. Sign in
- B. Reading of minutes
- C. Report of the Board of Directors (through the Secretary)
- D. Report of the Treasurer
- E. Report of Committees (standing and special)
- F. Unfinished (Old) Business
- G. Amendments to the Bylaws (if any)
- H. New Business
- I. Elections (If June Meeting)
- J. For the Good of the Association
- K. Adjournment

ARTICLE XIII – CENSURE, SUSPENSION AND EXPULSION OF MEMBERS

Section 1: All members will be subject to the rules, regulations and guidelines as presented in these bylaws.

Section 2: All particulars involved in the censure, suspension or expulsion of a member are to be as outlined in the current edition of *Robert’s Rules of Order*.

ARTICLE XIV – DISSOLUTION

Section 1: The Association may be dissolved at any time with the written consent of not less than two-thirds (2/3rds) of its members. None of the property or assets of the Association shall be distributed to any member, but after payment of the debts of the Association, its assets shall be given to a charitable organization selected by the Board of Directors.

ARTICLE XV – PARLIAMENTARY AUTHORITY

Section 1: The rules contained in the current edition of *Robert’s Rules of Order* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any other special rules of order the Association may adopt.